

Richard J. Bernard  
Alissa M. Nann  
BAKER & HOSTETLER LLP  
45 Rockefeller Plaza  
New York, NY 10111  
Telephone: 212-589-4201  
Facsimile: 212-589-4201

*Attorneys for Scripps Networks LLC*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

**FAIRPOINT COMMUNICATIONS,  
INC., et al.,**

Debtors,

Case No. 09-16335 (BRL)

Chapter 11

Jointly Administered

**OBJECTION TO CURE AMOUNT AND REQUEST FOR PAYMENT OF  
ADMINISTRATIVE EXPENSES OF SCRIPPS NETWORKS**

Scripps Networks LLC, individually and as general partner of Television Food Network G.P. (collectively, “Scripps Networks”), by and through undersigned counsel, for its objection to the zero cure amounts related to any of its executory contracts with the within debtors (the “Debtors”), and for its administrative expense requests related to those same contracts, states as follows:

Scripps Networks is a subsidiary of Scripps Networks Interactive, Inc. (“SNI”), a publicly traded corporation containing certain businesses that several years ago were spun off to it from their prior parent, The E. W. Scripps Company, another publicly traded corporation. Scripps Networks is in the business, directly or through its subsidiaries, of producing cable TV

channels including Food Network, Home & Garden TV (“HGTV”), Do-It-Yourself Network (“DIY”) , Great American Country (“GAC”), and Fine Living, among other things.

On Tuesday, April 27, 2010, Scripps Networks learned for the first time that a notice in this case related to two of its properties, Food Network and Home & Garden TV, had been sent to the wrong address. The notice had gone not to Scripps Networks, but to Scripps Howard Broadcasting Company, a subsidiary of The E.W. Scripps Company. Scripps Networks suspects that a similar fate may have also befallen other notices in this case intended for it.

The April 27 notice listed “Scripps” as a counterparty to two contracts with Quality One Technologies, Inc. and indicates that Debtors may seek to assume for a cure payment of \$0.00, a “Food Network Video Service” and a “Home & Garden Video Service” contract.

Because of the short and limited notice it has received, Scripps Networks is still in the process of determining what these purported Quality One Technologies, Inc. “contracts” are and if there are any other executory contracts with the Debtors (all such contracts, collectively, “Agreements”) and if so, whether or not they are current. To date, Scripps Networks has located Agreements believed to be with Berkshire New York Access, Inc., ExOp of Missouri, Inc., FairPoint Communications Missouri, Inc., GTC Communications, Inc., and The Columbus Grove Telephone Company, all of which appear to be current or nearly so. (In certain cases, the names of the FairPoint entities in the Scripps Networks systems do not exactly match the foregoing names). Scripps Networks has not yet located any contracts with Quality One Technologies, Inc. A chart of known contracts and accrued amounts outstanding is attached to this objection.

To preserve its rights, Scripps Networks hereby objects to a zero cure claim for the Agreements, to the extent such the Agreements have not been paid currently in full at the time of

assumption, and makes a request for payment of any administrative expenses that may accrue or may have accrued postpetition on such Agreements.

Scripps Networks reserves all its rights under the Agreements or otherwise, and the filing of this objection is not intended to be and shall not be construed as (1) an election of remedy; (2) a waiver of any past, present or future defaults or events of default; (3) a waiver or limitation of any rights of Scripps Networks; (4) a waiver of any other theories of recovery; (5) a waiver of notice or due process issues, or (5) a waiver as to any other claims.

WHEREFORE, Scripps Networks prays that all amounts owed to it under the Agreements be paid in full in accordance with the terms thereof, that its Cure be set in accordance with the Agreements as stated herein, and for such other and further relief as this Court deems just and proper.

Respectfully submitted,

Dated: April 28, 2010

Of Counsel:  
Wendy J. Gibson  
BAKER & HOSTETLER LLP  
PNC Center  
1900 East Ninth Street, Suite 3200  
Cleveland, OH 44114  
Telephone: 216-621-0200  
Facsimile: 216-696-0740

/s/ Richard J. Bernard  
Richard J. Bernard  
Alissa Nann  
BAKER & HOSTETLER LLP  
45 Rockefeller Plaza  
New York, NY 10111  
Telephone: 212-589-4201  
Facsimile: 212-589-4201

*Attorneys for Scripps Networks LLC*

**FairPoint**

**Berkshire Cable Corp.**  
**19 Broadstreet**  
**Kinderhook, NY 12106**

	Mar '10	Apr '10	TOTAL
	\$	\$	\$
GAC	41.25	40.98	82.23
	\$	\$	\$
HGTV	346.25	341.75	688.00
	\$	\$	\$
Food Network	346.25	341.75	688.00
	\$	\$	\$
	733.75	724.48	1,458.23

---

**ExOp of Missouri, Inc.**  
**303 North Jefferson**  
**Kearney, MO 64060**

	Mar '10	Apr '10	TOTAL
	\$	\$	\$
GAC	23.49	23.49	46.98
	\$	\$	\$
HGTV	521.75	521.75	1,043.50
	\$	\$	\$
Food Network	521.75	521.75	1,043.50
	\$	\$	\$
DIY	0.09	-	0.09
	\$	\$	\$
	1,067.08	1,066.99	2,134.07

---

**FairPoint Communications**  
**105 E. 2nd St. SE**  
**Yelm, WA 98597**

	Mar '10	Apr '10	TOTAL
	\$	\$	\$
GAC	12.21	12.21	24.42
	\$	\$	\$
HGTV	389.00	389.00	778.00
	\$	\$	\$
Food Network	389.00	389.00	778.00
	\$	\$	\$
DIY	28.26	28.26	56.52
	\$	\$	\$
	818.47	818.47	1,636.94

---

**GTC, Inc.****502 Cecil G. Costin SR Blvd.****Port St. Joe, FL 32456**

	Mar '10	Apr '10	TOTAL
	\$	\$	\$
GAC	38.01	40.15	78.16
	\$	\$	\$
HGTV	172.75	182.50	355.25
	\$	\$	\$
Food Network	172.75	182.50	355.25
	\$	\$	\$
DIY	22.05	23.22	45.27
	\$	\$	\$
	405.56	428.37	833.93

---

**Columbus Grove Telephone Co.****112 W. Sycamore St.****Columbus Grove, OH 45830**

	Mar '10	Apr '10	TOTAL
	\$	\$	\$
GAC	47.46	50.25	97.71
	\$	\$	\$
HGTV	513.50	512.25	1,025.75
	\$	\$	\$
Food Network	513.50	512.25	1,025.75
	\$	\$	\$
DIY	52.20	55.17	107.37
	\$	\$	\$
	1,126.66	1,129.92	2,256.58
	\$	\$	\$
<b>Grand Total</b>	<b>4,151.52</b>	<b>4,168.23</b>	<b>8,319.75</b>

## **CERTIFICATE OF SERVICE**

A copy of the foregoing pleading has been served this 28th day of April, 2010, via the Court's CM/ECF system on all registered users and on each of the following by first class U.S. mail, postage prepaid.

/s/ Richard J. Bernard

Luc A. Despins  
James T. Grogan  
Paul Hastings Janofsky & Walker LLP  
75 East 55<sup>th</sup> Street  
New York, NY 10022

Kristopher M. Hansen Esq.  
Stroock & Stroock & Lavan LLP  
180 Maiden Lane  
New York, NY 10038

David R. Hock  
Cohen Weiss and Simon LLP  
330 West 42<sup>nd</sup> Street  
25<sup>th</sup> Floor  
New York, NY 10036-6976

Susan L. Sowell, Esq.  
FairPoint  
c/o FairPoint Communications, Inc.  
521 East Morehead Street, Suite 500  
Charlotte, NC 28202

Margot B. Schonholtz, Esq.  
Mark F. Liscio  
Kaye Scholer LLP  
425 Park Avenue  
New York, NY 10022

Paul N. Silverstein, Esq.  
Jonathan I. Levine, Esq.  
Andrews Kurth LLP  
450 Lexington Avenue  
New York, NY 10017

Office of the U.S. Trustee Region 2  
Andrew D. Velez-Rivera, Esq.  
Elisabetta Gasparini, Esq.  
33 Whitehall Street, 21<sup>st</sup> Floor  
New York, NY 10004